

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE:)	CHAPTER 11
)	
DELPHI, INC., et al.)	CASE NO. 05-44481 (RDD)
)	
Debtor.)	(Jointly Administered)

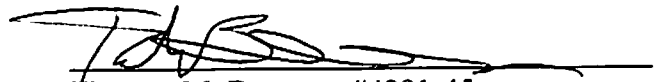
**WITHDRAWAL OF OBJECTION OF MADISON COUNTY, INDIANA, TO
APPROVAL/CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF
REORGANIZATION OF DELPHI CORPORATION AND CERTAIN AFFILIATES,
DEBTORS, AND DEBTORS IN POSSESSION**

MADISON COUNTY (INDIANA) TREASURER, by counsel, Thomas M. Beeman, hereby withdraws its *Objection of Madison County, Indiana, to Approval/Confirmation of the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors, and Debtors in Possession* and in support thereof states the following:

1. On July 20, 2009, the claimant herein filed an *Objection of Madison County, Indiana, to Approval/Confirmation of the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors, and Debtors in Possession*.

2. Creditor has decided to withdraw said objection.

WHEREFORE, Claimant hereby moves to withdraw its *Objection of Madison County, Indiana, to Approval/Confirmation of the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors, and Debtors in Possession* and for all other just and proper relief.

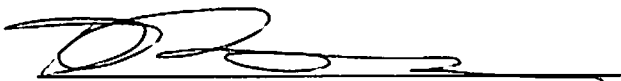

Thomas M. Beeman, #4291-45
Attorney for Creditor
Madison County (Indiana) Treasurer
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Anderson, Indiana 46016
Telephone: 765/640-1330
Fax: 765/640-1332

CERTIFICATE OF SERVICE

The undersigned certifies and affirms that on July 28, 2009, he electronically filed with the clerk of the Court a copy of the Withdrawal of Objection on behalf of MADISON COUNTY (INDIANA) TREASURER using the ECF system, which system will send an electronic copy of same to those ECF participants registered in the above-referenced matter.

The undersigned also certifies and affirms that a copy of the Withdrawal was also furnished via the United States first-class mail, postage pre-paid, to the following at their business address set forth below in accordance with the Court's Notice of Procedures:

- | | |
|--|---|
| 1. Delphi Automotive Systems, LLC
5725 Delphi Drive
Troy, MI 48098
Attn: Legal Staff | 2. Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attn: General Counsel |
| 3. Counsel to Debtors
Skadden, Arps, Slate,
Meagher & Flom, LLP
333 West Wacker Drive
Suite 2100
Chicago, IL 60606 | 4. Counsel for the Agent under
the Post-Petition Credit Facility
Davis Polk & Wardwell
450 Lexington Avenue
New York, NY 10017
Attn: Donald Bernstein
and Brian Resnick |
| 5. Counsel for the Official Committee
of Unsecured Creditors
Latham & Watkins, LLP
885 Third Avenue
New York, NY 10022
Attn: Robert Rosenberg and Mark Broude | 6. Counsel for the Official Committee
of Equity Security Holders
Fried, Frank, Harris, Shriver &
Jacobson, LLP
One New York Plaza
New York, NY 10004
Attn: Bonnie Steingart |
| 7. Office of the U.S. Trustee
Southern District of New York
33 Whitehall Street, Suite 2100
New York, NY 10004
Attn: Alicia M. Leonhard | 8. The Honorable Robert D. Drain
U.S. Bankruptcy Judge
U.S. Bankruptcy Court
Southern District of New York
One Bowling Green, Room 632
New York, NY 10004 |
| 9. E. Todd Sable
Seth A. Drucker
2290 First National Building
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Thomas M. Beeman